

**THE ROSEN LAW FIRM, P.A.**

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[Proposed] Lead Counsel for Plaintiff and Class

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X

MARK GREY, INDIVIDUALLY AND ON  
BEHALF OF ALL OTHERS SIMILARLY  
SITUATED,

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X

GHIATH HAMMOUD & WAEI HAMMOUD,  
INDIVIDUALLY AND ON BEHALF OF ALL  
OTHERS SIMILARLY SITUATED,

Plaintiffs,

vs.

NEXCEN BRANDS, INC., ROBERT W.  
D'LOREN, and DAVID B. MEISTER,

Defendants.

-----X

CASE No.: 1:08-cv-04906-MGC

CLASS ACTION

**NOTICE OF MOTION TO  
CONSOLIDATE RELATED  
ACTIONS; APPOINT LEAD  
PLAINTIFF; AND APPROVE LEAD  
PLAINTIFF'S SELECTION OF  
COUNSEL**

CASE No.: 08-CV-5063-MGC

CLASS ACTION

*(caption continues)*

-----X  
RONALD DOTY, INDIVIDUALLY AND ON  
BEHALF OF ALL OTHERS SIMILARLY  
SITUATED, CASE No.: 1:08-cv-05172-MGC  
CLASS ACTION

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X  
FRANK B. FALKENSTEIN, INDIVIDUALLY  
AND ON BEHALF OF ALL OTHERS  
SIMILARLY SITUATED, CASE No.: 1:08-cv-06126-UA  
CLASS ACTION

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X

**PLEASE TAKE NOTICE** that pursuant to Section 21 D of the Securities and Exchange Act of 1934, 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995 (the "PSLRA"), Plaintiff Malgorzata Ozor ("Movant" or "Ozor") hereby moves this Court, the Honorable Miriam Goldman Cedarbaum, United States District Judge, for an order:

- (a) consolidating the above-captioned related actions;
- (b) appointing Ozor to serve as Lead Plaintiff in this action; and

(c) approving Movant's selection of The Rosen Law Firm, P.A. as Lead Counsel for the litigation.

In support of this Motion, Movant submits: (1) the Declaration of Phillip Kim (with exhibits); (2) Memorandum of Law; and (3) a [Proposed] Order granting Movant's Motion to appoint Lead Plaintiff and approving Lead Plaintiff's selection of Counsel.

Respectfully submitted,

Dated: July 28, 2008

**THE ROSEN LAW FIRM, P.A.**

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[Proposed] Lead Counsel for Plaintiff and Class

**CERTIFICATE OF SERVICE**

I hereby certify that on this 28<sup>th</sup> of July, 2008, a true and correct copy of the foregoing document was served by CM/ECF to the parties registered to the Court's CM/ECF system.

/s/ Phillip Kim

**THE ROSEN LAW FIRM, P.A.**

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[Proposed] Lead Counsel for Plaintiff and Class

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X

MARK GREY, INDIVIDUALLY AND ON  
BEHALF OF ALL OTHERS SIMILARLY  
SITUATED,

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X

GHIATH HAMMOUD & WAEI HAMMOUD,  
INDIVIDUALLY AND ON BEHALF OF ALL  
OTHERS SIMILARLY SITUATED,

Plaintiffs,

vs.

NEXCEN BRANDS, INC., ROBERT W.  
D'LOREN, and DAVID B. MEISTER,

Defendants.

-----X

CASE No.: 1:08-cv-04906-MGC

CLASS ACTION

**[PROPOSED ORDER]  
CONSOLIDATING RELATED  
ACTIONS; APPOINTING LEAD  
PLAINTIFF; AND APPROVING LEAD  
PLAINTIFF PLAINTIFF'S  
SELECTION OF COUNSEL**

CASE No.: 08-CV-5063-MGC

CLASS ACTION

*(caption continues)*

-----X  
RONALD DOTY, INDIVIDUALLY AND ON  
BEHALF OF ALL OTHERS SIMILARLY  
SITUATED,

CASE No.: 1:08-cv-05172-MGC

CLASS ACTION

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X  
FRANK B. FALKENSTEIN, INDIVIDUALLY  
AND ON BEHALF OF ALL OTHERS  
SIMILARLY SITUATED,

CASE No.: 1:08-cv-06126-UA

CLASS ACTION

Plaintiffs,

vs.

NEXCEN BRANDS, INC., DAVID S. OROS,  
ROBERT W. D'LOREN, and DAVID B.  
MIESTER,

Defendants.

-----X

### **[PROPOSED] ORDER**

WHEREAS, the above-captioned securities class actions (the "Securities Class Actions") have been filed against Nexcen Brands, Inc. *et al.* (collectively "Defendants"), alleging violations of the federal securities laws;

WHEREAS, Rule 42(a) of the Federal Rules of Civil Procedure provides that a court may order all actions consolidated if they involve "common issues of law or fact." Fed. R. Civ. P. 42(a). The Securities Class Actions involve common legal and factual issues; thus, efficiency and consistency will result from their consolidation. *See* Fed. R. Civ. P. 42(a);

WHEREAS, pursuant to the Private Securities Litigation Reform Act of 1995 (“PSLRA”), 15 U.S.C. § 78u-4(a)(3)(A)(i), on May 28, 2008, Plaintiff in the first-filed action caused notice to be issued to potential class members of the action and informed them of their right to move to serve as lead plaintiff within 60 days of the date of the issuance of said notice;

WHEREAS, on July 28, 2008, Plaintiff Malgorzata Ozor (“Ozor” or “Movant”), moved the Court to: (1) consolidate the Securities Class Actions; (2) appoint herself as lead plaintiff; and (3) approve her selection of the Rosen Law Firm, P.A. as lead counsel;

WHEREAS, the PSLRA provides, *inter alia*, that the most-adequate plaintiff to serve as lead plaintiff is the person or group of persons that has either filed a complaint or has made a motion in response to a notice and has the largest financial interest in the relief sought by the Class and *prima facie* satisfied the pertinent requirements of Fed. R. Civ. P. 23;

WHEREAS, 15 U.S.C. § 78u-4(a)(3)(B) provides, *inter alia*, that as soon as practicable after the decision on consolidation is rendered, the Court shall appoint the most adequate plaintiffs as lead plaintiffs for the consolidated actions;

WHEREAS, the Court finding that Movant has the largest financial interest in this action and *prima facie* satisfies the typicality and adequacy requirements of Fed. R. Civ. P. 23. *See* 15 U.S.C. § 78u-4(a)(3)(B)(iii)(I); and

**IT IS HEREBY ORDERED THAT:**

**CONSOLIDATION OF SECURITIES CLASS ACTIONS**

1. The Securities Class Actions are consolidated for all purposes including, but not limited to, discovery, pretrial proceedings and trial proceedings pursuant to Fed. R. Civ. P. 42(a).

**MASTER DOCKET AND CAPTION**

2. The docket in Case No. 1:08-cv-04906 (MGC) shall constitute the Master Docket for this action.

3. Every pleading filed in the consolidated action shall bear the following caption:

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X

No.: 1:08-cv-04906 (MGC)

In re Nexcen Brands, Inc.  
Securities Litigation

CLASS ACTION

-----X

This Document Relates To:

4. The file in Civil Action No. 1:08-cv-04906-MGC shall constitute a master file for every action in the consolidated action. When the document being filed pertains to all actions, the phrase "All Actions" shall appear immediately after the phrase "This Document Relates To:". When a pleading applies to some, but not all, of the actions, the document shall list, immediately after the phrase "This Document Relates To:", the docket number for each individual action to which the document applies, along with the last name of the first-listed plaintiff in said action.

5. All Securities Class Actions subsequently filed in, or transferred to, this District shall be consolidated into this action. This Order shall apply to every such action, absent an order of the Court. A party objecting to such consolidation, or to any other provisions of this Order, must file an application for relief from this Order within ten days after the date on which a copy of this Order is mailed to the party's counsel.

6. This Order is entered without prejudice to the rights of any party to apply for severance of any claim or action, with good cause shown.



**APPOINTMENT OF LEAD PLAINTIFF AND LEAD COUNSEL**

7. Pursuant to Section 21D(a)(3)(B) of the Exchange Act, 15 U.S.C. §78u-4(a)(3)(B), Malgorzata Ozor is appointed Lead Plaintiff for the class as she has the largest financial interest in this litigation and otherwise satisfies the pertinent requirements of Fed. R. Civ. P. 23.

8. Movant's choice of counsel is approved, and accordingly, the Rosen Law Firm, P.A. is appointed Lead Counsel.

9. Lead Counsel shall manage the prosecution of this litigation. Lead Counsel are to avoid duplicative or unproductive activities and are hereby vested by the Court with the responsibilities that include, without limitation, the following: (1) to prepare all pleadings; (2) to direct and coordinate the briefing and arguing of motions in accordance with the schedules set by the orders and rules of this Court; (3) to initiate and direct discovery; (4) to prepare the case for trial; and (5) to engage in settlement negotiations on behalf of the Lead Plaintiff and Class.

**SO ORDERED:**

Dated: \_\_\_\_\_ 2008

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HON. MIRIAM GOLDMAN CEDARBAUM  
UNITED STATES DISTRICT JUDGE